

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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:
In re : **Chapter 11**
:
RESIDENTIAL CAPITAL, LLC, et al.,¹ : **Case No. 12-12020 (MG)**
:
:
:
Debtors. : **(Jointly Administered)**
:
-----X

AFFIDAVIT OF SERVICE

I, Clarissa D. Cu, depose and say that I am employed by Kurtzman Carson Consultants LLC (KCC), the claims and noticing agent for the Debtors.

A. On May 14, 2013, at my direction and under my supervision, employees of KCC caused the following document to be served via Electronic Mail upon the Monthly Service List attached hereto as **Exhibit A** and the party on the service list attached hereto as **Exhibit B**, and via First Class Mail upon the parties on the Special Service List attached hereto as **Exhibit C** and the party on the service list attached hereto as **Exhibit D**:

- **Seventh Interim Order Under Bankruptcy Code Section 363 and Bankruptcy Rule 6004 (I) Authorizing the Debtors to Compensate PricewaterhouseCoopers, LLP for Foreclosure Review Services in Furtherance of the Debtors' Compliance Obligations Under Federal Reserve Board Consent Order and (II) Reaffirming Relief Granted in the GA Servicing Order [Docket No. 3703]**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Residential Capital, LLC (0738); ditech, LLC (7228); DOA Holding Properties, LLC (4257); DOA Properties IX (Lots-Other), LLC (3274); EPRE LLC (7974); Equity Investment I, LLC (2797); ETS of Virginia, Inc. (1445); ETS of Washington, Inc. (0665); Executive Trustee Services, LLC (8943); GMAC Model Home Finance I, LLC (8469); GMAC Mortgage USA Corporation (6930); GMAC Mortgage, LLC (4840); GMAC Residential Holding Company, LLC (2190); GMAC RH Settlement Services, LLC (6156); GMACM Borrower LLC (4887); GMACM REO LLC (2043); GMACR Mortgage Products, LLC (6369); GMAC-RFC Holding Company, LLC (3763); HFN REO Sub II, LLC (N/A); Home Connects Lending Services, LLC (9412); Homecomings Financial Real Estate Holdings, LLC (6869); Homecomings Financial, LLC (9458); Ladue Associates, Inc. (3048); Passive Asset Transactions, LLC (4130); PATI A, LLC (2729); PATI B, LLC (2937); PATI Real Estate Holdings, LLC (5201); RAHI A, LLC (3321); RAHI B, LLC (3553); RAHI Real Estate Holdings, LLC (5287); RCSFJV204, LLC (2722); Residential Accredited Loans, Inc. (8240); Residential Asset Mortgage Products, Inc. (5181); Residential Asset Securities Corporation (2653); Residential Consumer Services of Alabama, LLC (5449); Residential Consumer Services of Ohio, LLC (4796); Residential Consumer Services of Texas, LLC (0515); Residential Consumer Services, LLC (2167); Residential Funding Company, LLC (1336); Residential Funding Mortgage Exchange, LLC (4247); Residential Funding Mortgage Securities I, Inc. (6294); Residential Funding Mortgage Securities II, Inc. (8858); Residential Funding Real Estate Holdings, LLC (6505); Residential Mortgage Real Estate Holdings, LLC (7180); RFC Asset Holdings II, LLC (4034); RFC Asset Management, LLC (4678); RFC Borrower LLC (5558); RFC Constructing Funding, LLC (5730); RFC REO LLC (2407); RFC SFJV-2002, LLC (4670); RFC-GSAP Servicer Advance, LLC (0289)

B. Additionally, on May 14, 2013, at my direction and under my supervision, employees of KCC caused the following document to be served via Electronic Mail upon the Monthly Service List attached hereto as Exhibit A and the party on the service list attached hereto as Exhibit E, and via First Class Mail upon the parties on the Special Service List attached hereto as Exhibit C and the party on the service list attached hereto as Exhibit F:

- **Seventh Interim Order Authorizing the Retention and Employment of Hudson Cook, LLP as Special Counsel to the Debtors Nunc Pro Tunc to the Petition Date** [Docket No. 3704]

C. Additionally, on May 14, 2013, at my direction and under my supervision, employees of KCC caused the following document to be served via Electronic Mail upon the Monthly Service List attached hereto as Exhibit A and the parties on the service list attached hereto as Exhibit G, and via First Class Mail upon the parties on the Special Service List attached hereto as Exhibit C and the parties on the service list attached hereto as Exhibit H:

- **Seventh Interim Order Authorizing the Retention and Employment of Pepper Hamilton LLP as Special Foreclosure Review Counsel for Bankruptcy Issues to the Debtors Nunc Pro Tunc to the Petition Date** [Docket No. 3705]

D. Additionally, on May 14, 2013, at my direction and under my supervision, employees of KCC caused the following document to be served via Electronic Mail upon the Monthly Service List attached hereto as Exhibit A, and via First Class Mail upon the parties on the Special Service List attached hereto as Exhibit C and the party on the service list attached hereto as Exhibit I:

- **Amendment to Joint Scheduling Order Regarding Limited Objection of Financial Guaranty Insurance Company to Debtors' Sale Motion and Assumption Notice** [Docket No. 3706]

E. Additionally, on May 14, 2013, at my direction and under my supervision, employees of KCC caused the following document to be served via Electronic Mail upon the Monthly Service List attached hereto as Exhibit A, and via First Class Mail upon the parties on the Special Service List attached hereto as Exhibit C and the party on the service list attached hereto as Exhibit J:

- **Stipulation and Consent Order Resolving the Motion of Marc Combs and Myschelle Combs for Relief from Stay** [Docket No. 3708]

F. Additionally, on May 14, 2013, at my direction and under my supervision, employees of KCC caused the following document to be served via Electronic Mail upon the Monthly Service List attached hereto as Exhibit A, and via First Class Mail upon the parties on the Special Service List attached hereto as Exhibit C and the party on the service list attached hereto as Exhibit K:

- **Stipulation and Order Modifying the Automatic Stay with Respect to Garcia Wrongful Foreclosure Action** [Docket No. 3709]

G. Additionally, on May 14, 2013, at my direction and under my supervision, employees of KCC caused the following document to be served via Electronic Mail upon the Monthly Service List attached hereto as Exhibit A and the party on the service list attached hereto as Exhibit L, and via First Class Mail upon the parties on the Special Service List attached hereto as Exhibit C and the party on the service list attached hereto as Exhibit M:

- **Stipulation and Order Modifying the Automatic Stay with Respect to Garcia Wrongful Foreclosure Action** [Docket No. 3710]

H. Additionally, on May 14, 2013, at my direction and under my supervision, employees of KCC caused the following documents to be served via Electronic Mail upon the Monthly Service List attached hereto as Exhibit A, and via First Class Mail upon the parties on the Special Service List attached hereto as Exhibit C:

- **Debtors' Opposition to Motion to Preclude the Testimony of James Whitlinger; Hearing to be Held on May 23, 2013 at 10:00 a.m. (ET)** [Docket No. 3712]
- **Declaration of LaShann M. DeArcy in Support of Debtors' Opposition to Motion to Preclude the Testimony of James Whitlinger** [Docket No. 3713]
- **Debtors' Opposition to Motion to Preclude the Expert Testimony of Jeffrey A. Lipps; Hearing to be Held on May 23, 2013 at 10:00 a.m. (ET)** [Docket No. 3714]
- **Declaration of LaShann M. DeArcy in Support of Debtors' Opposition to Motion to Preclude the Expert Testimony of Jeffrey A. Lipps** [Docket No. 3715]
- **Debtors' Opposition to Motion to Preclude the Testimony of Timothy Devine; Hearing to be Held May 23, 2013 at 10:00 a.m. (ET)** [Docket No. 3716]
- **Declaration of LaShann M. DeArcy in Support of Debtors' Opposition to Motion to Preclude the Testimony of Timothy Devine** [Docket No. 3717]

- **Sixth Stipulation and Order Amending the AFI DIP and Cash Collateral Order** [Docket No. 3720]

Dated: May 20, 2013


Clarissa D. Cu

State of California
County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this 20th of May, 2013, by Clarissa D. Cu, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: 

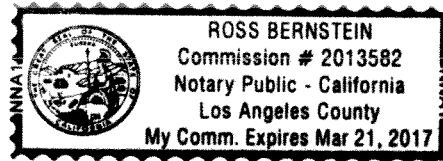


EXHIBIT A

Exhibit A
Monthly Service List
Served via Electronic Mail

| NAME | NOTICE NAME | EMAIL | DESCRIPTION |
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| Akerman Senterfitt LLP | Susan F Balaschak & Hadi Khatib | susan.balaschak@akerman.com ; | Counsel to EverBank |
| Akin Gump Strauss Hauer & Feld LLP | Daniel H. Golden & David M. Zensky & Abid Qureshi | dgolden@akingump.com ; | Special Counsel to UMB Bank, N.A., as successor indenture trustee under that certain Indenture, dated as of June 6, 2008 |
| | | dzensky@akingump.com ; | |
| | | ajohnson@akingump.com ; | |
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| | | fhodara@akingump.com | |
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| Allen & Overy LLP | Ken Coleman & John Kibler | ken.coleman@allenoverly.com ; | Counsel to HSBC Bank USA, NA as Trustee of Certain Mortgage Backed Securities |
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| Alston & Bird LLP | Martin G Bunin Esq & William Hao Esq | marty.bunin@alston.com ; | Counsel to Wells Fargo Bank, N.A. in its capacity as trustee, indenture trustee or master servicer of certain RMBS trusts |
| | | william.hao@alston.com | |
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Exhibit A
Monthly Service List
Served via Electronic Mail

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| Linebarger Goggan Blair & Sampson LLP | Elizabeth Weller | dallas.bankruptcy@publicans.com | Counsel to Dallas County |
| Linebarger Goggan Blair & Sampson LLP | John P Dillman Esq | houston_bankruptcy@lqbs.com | Counsel to Texas Taxing Authorities - Katy ISD, Matagorda County, Cypress-Fairbanks ISD, Tyler County, Cleveland ISD, Fort Bend County, Montgomery County, Harris County, Galveston County, Orange County; Counsel to Taxing Authorities |
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Exhibit A
Monthly Service List
Served via Electronic Mail

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| Lowenstein Sandler PC | Andrew Behlmann | abehlmann@lowenstein.com | Counsel to The Union Central Life Insurance Company, Ameritas Life Insurance Corp. and Acacia Life Insurance Company ; and Cambridge Place Investments Management Inc. |
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| McKool Smith PC | Paul D Moak | pmoak@McKoolSmith.com | Counsel to Freddie Mac |
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| Milbank, Tweed, Hadley & McCloy LLP | Gerard Uzzi | guzzi@milbank.com | Co-Counsel to Ad Hoc Group of Junior Secured Noteholders |
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| Morgan Lewis & Bockius LLP | Michael S Kraut | mkraut@morganlewis.com | Counsel to Deutsche Bank Trust Company Americas and Deutsche Bank National Trust Company, as trustees of certain mortgage backed securities trust |
| Morgan Lewis & Bockius LLP | Patrick D Fleming | pfleming@morganlewis.com | Counsel to Deutsche Bank Trust Company Americas and Deutsche Bank National Trust Company, as trustees of certain mortgage backed securities trust |
| Morganroth & Morganroth PLLC | Mayer Morganroth & Jeffrey B Morganroth | mmorganroth@morganrothlaw.com ; jmorganroth@morganrothlaw.com | Counsel to Mary Critchley |
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| Morrison & Foerster LLP | Attn Tammy Hamzehpour | Tammy.Hamzehpour@gmacrescap.com ; Jill.horner@gmacrescap.com ; Colette.wahl@gmacrescap.com ; Deanna.horst@gmacrescap.com ; William.thompson@gmacrescap.com ; William.tyson@gmacrescap.com ; Eileen.oles@gmacrescap.com ; Lauren.delehey@gmacrescap.com ; Julie.busch@gmacrescap.com ; Patty.Zellmann@ally.com | Residential Capital LLC |
| Morrison Cohen LLP | Joseph T Moldovan Esq | jmoldovan@morrisoncohen.com ; bankruptcy@morrisoncohen.com ; rdakis@morrisoncohen.com | Counsel to the Independent Directors of the Residential Capital, LLC |
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| Munger Tolles & Olson LLP | Thomas B Walper | Thomas.walper@mto.com | Counsel to Berkshire Hathaway Inc |
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| Office of the NY State Attorney General | Nancy Lord & Enid M Stuart | enid.stuart@OAG.State.NY.US | Office of the New York Attorney General |
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| Paul N Papas II | Mylegalhelpusa.com | Paul_Papas@mylegalhelpusa.com | Counsel to Paul N Papas II |
| Perdue Brandon Fielder Collins & Mott LLP | c/o Elizabeth Banda Calvo | ebcalvo@pbfc.com | Counsel to Johnson County et al, Richardson ISD |
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| Polsinelli Shughart PC | Daniel J Flanigan & Jason A Nagi | dflanigan@polsinelli.com ; jnagi@polsinelli.com | Counsel to Representative Plaintiffs and the Putative Class |
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Exhibit A
Monthly Service List
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| NAME | NOTICE NAME | EMAIL | DESCRIPTION |
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| Robbins Gellar Rudman & Dowd LLP | Steven W Pepich | stevep@rgrdlaw.com | Counsel to The Union Central Life Insurance Company, Ameritas Life Insurance Corp. and Acacia Life Insurance Company |
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| Tennessee Department of Revenue | c o TN Attorney Generals Office | AGBankNewYork@ag.tn.gov | Tennessee Attorney Generals Office |
| The Bank of New York Mellon | Attn Robert H Major Vice President | robert.major@bnymellon.com ; Adam.Parkin@tdsecurities.com ; Christopher.stevens@tdsecurities.com | Member of Official Committee of Unsecured Creditors |
| The Canada Trust Company | Susan Khokher | | Securitization Trustee |
| Travis County Attorney | Kay D Brock Assistant Travis County Atty | kay.brock@co.travis.tx.us | Counsel to Tina Morton Travis County Tax Assessor Collector |
| U.S. Bank National Association | Attn: Mamta K Scott & David A Jason | mamta.scott@usbank.com ; michelle.moeller@usbank.com | Member of Official Committee of Unsecured Creditors |
| U.S. Bank National Association | Michelle Moeller | | Securitization/HELOC Trustee |
| U.S. Bank National Association | Tanver Ashraf, Corporate Trust Services | tanveer.ashraf@usbank.com | Securitization/HELOC Trustee |
| U.S. Department of Justice | Attn: Glenn D. Gillette | Glenn.Gillett@usdoj.gov | Counsel to GSE - Ginnie Mae |
| U.S. Department of Justice | US Attorney General, Eric H. Holder, Jr. | AskDOJ@usdoj.gov | Office of the United States Attorney General |
| UMB Bank NA | Mark B Flannagan | Mark.Flannagan@umb.com | Successor Indenture Trustee to the Debtors' Prepetition Junior Secured Notes |
| United States Attorney's Office for the Southern District of New York civil Division | Attn Joseph Cordaro | joseph.cordaro@usdoj.gov | Counsel to the United State of America |
| US Bank Global Corporate Trust Services | James H Byrnes | james.byrnes@usbank.com | US Bank as Trustee for Certain Mortgage-Backed Securities Trusts |
| US Bank NA Corporate Trust Services Division | Laura L Moran | laura.moran@usbank.com ; Tracy.Davis2@usdoj.gov ; Linda.Riffkin@usdoj.gov ; Brian.Masumoto@usdoj.gov | US Bank as Trustee for Certain Mortgage-Backed Securities Trusts |
| US Trustee for the Southern District of NY | Tracy Hope Davis, Linda A. Riffkin and Brian S. Masumoto | | Office of the United States Trustee for the Southern District of New York |

Exhibit A
Monthly Service List
Served via Electronic Mail

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EXHIBIT B

Exhibit B
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| NAME | NOTICE NAME | EMAIL |
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EXHIBIT C

Exhibit C of 34
Special Service List
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| CreditorName | CreditorNoticeName | Address1 | City | State | Zip |
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| Chadbourn & Parke LLP | Attn Howard Seife & David M LeMay & Robert J Gayda & Marc B Roitman | 30 Rockefeller Plaza | New York | NY | 10112 |
| Citibank NA | Attn Bobbie Theivakumaran | 390 Greenwich St 6th Fl | New York | NY | 10013 |
| Cleary Gottlieb Steen & Hamilton LLP | Sean A O Neal and Thomas J Moloney | One Liberty Plaza | New York | NY | 10006 |
| Clifford Chance US LLP | Jennifer C DeMarco & Adam Lesman | 31 West 52nd St | New York | NY | 10019 |
| Fannie Mae | Attn Peter McGonigle | 1835 Market St Ste 2300 | Philadelphia | PA | 19103 |
| Internal Revenue Service | Centralized Insolvency Operation | PO Box 7346 | Philadelphia | PA | 19101-7346 |
| Internal Revenue Service | Centralized Insolvency Operation | 2970 Market St | Philadelphia | PA | 19104 |
| Internal Revenue Service | Insolvency Section | 31 Hopkins Plz Rm 1150 | Baltimore | MD | 21201 |
| Kelley Drye & Warren LLP | James S Carr & Eric R Wilson | 101 Park Ave | New York | NY | 10178 |
| Kirkland & Ellis | Richard M Cieri | 601 Lexington Ave | New York | NY | 10022 |
| Kirkland & Ellis LLP | Attn Ray C Schrock & Stephen E Hessler | 601 Lexington Ave | New York | NY | 10022-4611 |
| Kramer Levin Naftallis & Frankel LLP | Kenneth H Eckstein, Thomas Moers Mayer & Douglas H Mannal & Jeffrey Trachtman | 1177 Avenue of the Americas | New York | NY | 10036 |
| Loeb & Loeb LLP | Walter H Curchack, Vadim J Rubinstein & Debra W Minoff | 345 Park Ave | New York | NY | 10154 |
| Milbank, Tweed, Hadley & McCloy LLP | Gerard Uzzi | 1 Chase Manhattan Plaza | New York | NY | 10005 |
| Office of the NY State Attorney General | Nancy Lord & Enid M Stuart | The Capitol | Albany | NY | 12224-0341 |
| Office of the US Attorney for the Southern District of NY | United States Attorney Preet Bharara | One St Andrews Plaza | New York | NY | 10007 |
| Securities & Exchange Commission | Secretary of the Treasury | 100 F St NE | Washington | DC | 20549 |
| Securities & Exchange Commission NY Regional Office | George S Canellos Regional Director | 3 World Financial Center Ste 400 | New York | NY | 10281-1022 |
| The Bank of New York Mellon | Asset-Backed Securities Group | 101 Barclay St 4W | New York | NY | 10286 |
| U.S. Department of Justice | US Attorney General, Eric H. Holder, Jr. | 950 Pennsylvania Ave NW | Washington | DC | 20530-0001 |
| United States Attorney's Office for the Southern District of New York Civil Division | Attn Joseph Cordaro | 86 Chambers St 3rd Fl | New York | NY | 10007 |
| US Trustee for the Southern District of NY | Tracy Hope Davis, Linda A. Riffkin and Brian S. Masumoto | 33 Whitehall St 21st Fl, Region 2 | New York | NY | 10004 |
| Wells Fargo Bank NA | Attn Corporate Trust Services - GMACM Home Equity Notes 2004 Variable Funding Trust | PO Box 98 | Columbia | MD | 21046 |

EXHIBIT D

Exhibit D
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| NAME | NOTICE NAME | ADDRESS1 | ADDRESS2 | CITY | STATE | ZIP |
|----------------------------|-----------------|--------------------|------------|----------|-------|-------|
| PricewaterhouseCoopers LLP | Michael English | 300 Madison Avenue | 24th Floor | New York | NY | 10017 |

EXHIBIT E

Exhibit 5
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| NAME | NOTICE NAME | EMAIL |
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EXHIBIT F

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|------------------|-----------------------|-----------------------|-----------|-----------|----|-------|
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EXHIBIT G

Exhibit 6
Pg 22 of 34
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| NAME | NOTICE NAME | EMAIL |
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| PEPPER HAMILTON LLP | Deborah Kovsky-Apap | kovskyd@pepperlaw.com |

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| PEPPER HAMILTON LLP | Deborah Kovsky-Apap | 4000 Town Center, Suite 1800 | | Southfield | MI | 48075 |

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|-----------|-----------------------------------|---------------|----------|-------|------------|
| Jones Day | Richard L Wynne & Howard F Sidman | 222 E 41st St | New York | NY | 10017-6702 |

EXHIBIT J

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| NAME | ADDRESS1 | ADDRESS2 | CITY | STATE | ZIP |
|---------------------|--------------------|----------|---------|-------|-------|
| Brian McCaffrey Esq | 88 18 Sutphin Blvd | 1st Fl | Jamaica | NY | 11435 |

EXHIBIT K

Exhibit
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| NAME | NOTICE NAME | ADDRESS1 | ADDRESS2 | CITY | STATE | ZIP |
|---------------------|-------------|-----------------|----------|----------|-------|-------|
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EXHIBIT L

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Pg 32 of 34
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EXHIBIT M

Exhibit M
Pg 34 of 34
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| Judith P Kenney & Associates PC | Judith P Kenney | 1 Bent Tree Tower | 16475 Dallas Pkwy Ste 330 | Addison | TX | 75001-6870 |